

ELLIS C LEE III
Form 5
February 01, 2006

FORM 5

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box if
no longer subject
to Section 16.
Form 4 or Form
5 obligations
may continue.
See Instruction
1(b).
Form 3 Holdings
Reported
Form 4
Transactions
Reported

**ANNUAL STATEMENT OF CHANGES IN BENEFICIAL
OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB
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1. Name and Address of Reporting Person *
ELLIS C LEE III

(Last) (First) (Middle)

2108 E.S. BOULEVARD

(Street)

2. Issuer Name **and** Ticker or Trading
Symbol
ALFA CORP [ALFA]

3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
12/31/2005

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title below) ____ Other (specify below)
Exec. V.P. Operations

6. Individual or Joint/Group Reporting

(check applicable line)

MONTGOMERY, AL 36116

__X__ Form Filed by One Reporting Person
____ Form Filed by More than One Reporting
Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	(A) or (D)	Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	01/26/2005	Â	J ⁽¹⁾	1,803	A	\$ 0	4,380	I	By Trust
Common Stock	02/25/2005	Â	J ⁽¹⁾	519	A	\$ 0	4,899	I	By Trust
Common Stock	03/02/2005	Â	J ⁽¹⁾	56	A	\$ 0	4,955	I	By Trust
Common Stock	03/07/2005	Â	J ⁽¹⁾	84	A	\$ 0	5,039	I	By Trust
	03/07/2005	Â	J ⁽¹⁾⁽²⁾	51	D	\$ 0	4,988	I	By Trust

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Common
Stock

Common Stock	03/16/2005	Â	J ⁽¹⁾	3	A	\$ 0	4,991	I	By Trust
Common Stock	06/06/2005	Â	J ⁽¹⁾	34	A	\$ 0	5,025	I	By Trust
Common Stock	09/07/2005	Â	J ⁽¹⁾	32	A	\$ 0	5,057	I	By Trust
Common Stock	12/30/2005	Â	J ⁽³⁾	2,614	D	\$ 0	2,443	I	By Trust
Common Stock	Â	Â	Â	Â	Â	Â	104,795.64	D	Â
Common Stock	Â	Â	Â	Â	Â	Â	2,860	I	By Custodian For Child
Common Stock	Â	Â	Â	Â	Â	Â	11,000	I	By Spouse

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. of D S B O E I F (I
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
					(A) (D)				

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ELLIS C LEE III 2108 E.S. BOULEVARD	Â	Â	Â Exec. V.P. Operations	Â

MONTGOMERY, AL 36116

Signatures

By: C. Lee Ellis

01/31/2006

Signature of
Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) These shares were purchased through a deferred compensation plan(s).
- (2) These shares were sold out of Mr. Ellis' deferred comp account on 3/7/2005.
- (3) These shares were sold out of the deferred comp account of this insider.

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